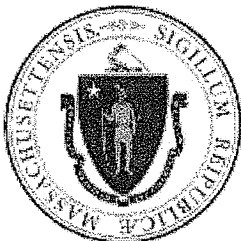


MA SOC Filing Number: 200653459150 Date: 07/31/2006 9:42 PM



**The Commonwealth of Massachusetts**  
**William Francis Galvin**

Minimum Fee: \$100.00

Secretary of the Commonwealth  
 One Ashburton Place, Boston, Massachusetts 02108-1512  
 Telephone: (617) 727-9640

**Annual Report**

(General Laws, Chapter 156D)

Federal Employer Identification Number: 043095477 (must be 9 digits)1. The exact name of the business entity is: THEOS AND SONS, INC.2. The Corporation is organized under the laws of: State: MA Country:

3,4. The street address of the corporation registered office in the commonwealth and the name of the registered agent at that office:

Name: ARTHUR ORFANOSNo. and Street: 16 MILTON STREETCity or Town: ARLINGTONState: MAZip: 02474Country: USA

5. The street address of the corporation's principal office is:

No. and Street: 16 MILTON ST.City or Town: ARLINGTONState: MAZip: 02174Country: USA

6. Provide the name and business street address of the officers and of all the directors of the corporation:

(A president, treasurer, secretary and at least one director are required.)

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	PETER T. ORFANOS	16 MILTON ST., ARLINGTON, MA 02174 USA
TREASURER	ARTHUR ORFANOS	16 MILTON ST., ARLINGTON, MA 02174 USA
SECRETARY	THEOFANIS ORFANOS	16 MILTON ST., ARLINGTON, MA 02174 USA
DIRECTOR	PETER T. ORFANOS	16 MILTON ST., ARLINGTON, MA 02174 USA
DIRECTOR	THEOFANIS ORFANOS	16 MILTON STREET ARLINGTON, MA 02474 USA
DIRECTOR	ARTHUR ORFANOS	16 MILTON ST., ARLINGTON, MA 02174 USA

7. Briefly describe the business of the corporation:

PROVISIONS DISTRIBUTOR

8. The capital stock of each class and series is:

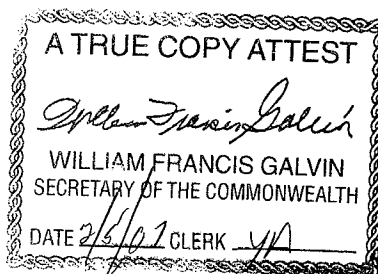
Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding <i>Num of Shares</i>
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CNP	\$0.00000	15,000	\$0.00	100

9. Check here if the stock of corporation is publicly traded: ☐

10. Date of the end of the fiscal year is: 06/30/ 2006

Signed by ARTHUR ORFANOS, its OTHER OFFICER  
on this 31 Day of July, 2006

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# The Commonwealth of Massachusetts

OFFICE OF THE MASSACHUSETTS SECRETARY OF STATE  
**MICHAEL J. CONNOLLY, Secretary**  
 ONE ASHBURTON PLACE, BOSTON, MASSACHUSETTS 02108

## ARTICLES OF ORGANIZATION (Under G.L. Ch. 156B)

### ARTICLE I

The name of the corporation is:

THEOS AND SONS, INC.

2187  
 3-215043

### ARTICLE II

The purpose of the corporation is to engage in the following business activities:

To buy, sell, manufacture, lease or otherwise deal, at wholesale or retail, in food, food products, paper, paper products of all kinds; to buy, sell and otherwise acquire or deal in, at wholesale or retail, goods, wares, merchandise and personal property of every other class and description, used in connection with the operation of restaurants, food stores or other retail establishments; distributors, jobbers or wholesalers; to buy, sell, acquire, mortgage, rent or lease any property, real or personal which is necessary for the proper conduct of its business and to borrow or lend money for purposes consistent with its business; to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated; incidental to the powers herein conferred which shall at any time appear expedient for the protection or benefit of the corporation, and to carry on any kind of business authorized by Chapter 156B of the General Laws of the Commonwealth of Massachusetts and all Acts and Amendments thereto.

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Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper, leaving a left hand margin of at least 1 inch. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

P.C.

**ARTICLE III**

The type and classes of stock and the total number of shares and par value, if any, of each type and class of stock which the corporation is authorized to issue is as follows:

**WITHOUT PAR VALUE STOCKS**

TYPE	NUMBER OF SHARES
COMMON:	
PREFERRED:	15,000

**WITH PAR VALUE STOCKS**

TYPE	NUMBER OF SHARES	PAR VALUE
COMMON:		
PREFERRED:		

**ARTICLE IV**

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established with any class.

**ARTICLE V**

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are as follows:

See Attached Schedule 5A

**ARTICLE VI**

Other lawful provisions, if any, for the conduct and regulation of business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders. If there are no provisions state "None."

Note: The preceding six (6) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.

5A RESTRICTIONS

Any stockholder including the heirs, assigns, executors or administrators of a deceased stockholder, desiring to sell or transfer such stock owned by him or them, shall first offer it to the corporation through the Board of Directors in the manner following:

He shall notify the Directors of his desire to sell or transfer by notice in writing, which notice shall contain the price at which he is willing to sell, or transfer, and the name of one arbitrator. The directors shall within thirty days thereafter either accept the offer, or by notice to him in writing name a second arbitrator, and those two shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After the acceptance of the offer, or the report of the arbitrators as to the value of the stock, the Directors shall have thirty days within which to purchase the same at the said valuation, but if at the expiration of thirty days the corporation shall not have exercised the right to so purchase, the owner of the stock shall be at liberty to dispose of the same in any manner he shall see fit.

No shares or stock shall be sold or transferred on the books of the corporation until these provisions have been complied with, but the Board of Directors may in any particular instance waive the requirement.

In the event that any stockholder is divorced after in acquisition on this stock, there can be no transfer or assignment, on this stock as a division of Marital Property under G.L. Chapter 208, Section 34.

5A RESTRICTIONS

Any stockholder including the heirs, assigns, executors or administrators of a deceased stockholder, desiring to sell or transfer such stock owned by him or them, shall first offer it to the corporation through the Board of Directors in the manner following:

He shall notify the Directors of his desire to sell or transfer by notice in writing, which notice shall contain the price at which he is willing to sell, or transfer, and the name of one arbitrator. The directors shall within thirty days thereafter either accept the offer, or by notice to him in writing name a second arbitrator, and those two shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After the acceptance of the offer, or the report of the arbitrators as to the value of the stock, the Directors shall have thirty days within which to purchase the same at the said valuation, but if at the expiration of thirty days the corporation shall not have exercised the right to so purchase, the owner of the stock shall be at liberty to dispose of the same in any manner he shall see fit.

No shares of stock shall be sold or transferred on the books of the corporation until these provisions have been complied with, but the Board of Directors may in any particular instance waive the requirement.

In the event that any stockholder is divorced after the acquisition of this stock, there can be no transfer, or assignment, of this stock as a division of Marital Property under G.L. Chapter 208, Section 14.

**ARTICLE VII**

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing.

The information contained in ARTICLE VIII is NOT a PERMANENT part of the Articles of Organization and may be changed ONLY by filing the appropriate form provided therefor.

**ARTICLE VIII**

a. The post office address of the corporation IN MASSACHUSETTS is:

16 MILTON STREET, ARLINGTON

b. The name, residence and post office address (if different) of the directors and officers of the corporation are as follows:

NAME	RESIDENCE	POST OFFICE ADDRESS
President: Peter T. Orfanos	16 Milton Street, Arlington	
Treasurer: Arthur Orfanos	16 Milton Street, Arlington	
Clerk: Theofanis Orfanos	16 Milton Street, Arlington	
Directors: Peter T. Orfanos Arthur Orfanos Theofanis Orfanos		

c. The fiscal year of the corporation shall end on the last day of the month of July.

d. The name and BUSINESS address of the RESIDENT AGENT of the corporation, if any, is:

**ARTICLE IX**

By laws of the corporation have been duly adopted and the president, treasurer, clerk and directors whose names are set forth above have been duly elected.

IN WITNESS WHEREOF, and under the pains and penalties of perjury, I, WE, whose signature(s) appear below as incorporator(s) and whose names and business or residential address(es) ARE CLEARLY TYPED OR PRINTED beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Laws Chapter 156B and do hereby sign these Articles of Organization as incorporator(s) this 1st day of AUGUST, 1970.

THESE SIGNATURES FOLLOW:

NOTE: If an already-existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

GENERAL LAWS, CHAPTER 156B, SECTION 12

I hereby certify that, upon an examination of these articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 200.00 having been paid, said articles are deemed to have been filed with me this 3rd day of August 19 90

Effective date:

*Michael Joseph Connolly*

MICHAEL J. CONNOLLY  
Secretary of State

**FILING FEE:** 1/10 of 1% of the total amount of the authorized capital stock, but not less than \$200.00. For the purpose of filing, shares of stock with a par value less than one dollar or no par stock shall be deemed to have a par value of one dollar per share

PHOTOCOPY OF ARTICLES OF ORGANIZATION TO BE SENT

RECEIVED BY THE SECRETARY OF THE COMMONWEALTH OF MASSACHUSETTS

RECEIVED BY THE SECRETARY OF THE COMMONWEALTH OF MASSACHUSETTS

RECEIVED BY THE SECRETARY OF THE COMMONWEALTH OF MASSACHUSETTS

RECEIVED BY THE SECRETARY OF THE COMMONWEALTH OF MASSACHUSETTS

Telephone

